

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF MISSOURI**

**MOTION TO DISMISS PLAINTIFF'S VERIFIED
DERIVATIVE AND CLASS ACTION COMPLAINT**

Pursuant to Federal Rules of Civil Procedure 12(b)(6) and 23.1, Defendants Thomas A. Brown, Andrea C. Hall, Donald H. Pratt, Gale E. Sayers, M. Jeannine Strandjord, and Timothy S. Webster and nominal defendant American Century World Mutual Funds, Inc., doing business as American Century International Discovery Fund (hereinafter “Defendants”), respectfully move this Court to dismiss Plaintiff’s Verified Derivative and Class Action Complaint with prejudice, and for any other relief the Court deems just and proper.

In support of this Motion, Defendants state as follows:

1. Plaintiff's direct claims should be dismissed because any alleged injury is derivative, not direct; and
2. Plaintiff's derivative claims should be dismissed because he fails sufficiently to plead demand futility.

Suggestions in Support of this Motion are filed herewith and are incorporated by reference.

Dated: August 15, 2011

Respectfully submitted,

BERKOWITZ OLIVER WILLIAMS
SHAW & EISENBRANDT LLP

By: /s/ Kurt D. Williams

Kurt D. Williams MO Bar # 36957
Nick J. Kurt MO Bar # 52216
2600 Grand Boulevard, Suite 1200
Kansas City, Missouri 64108
Telephone: 816-627-0215
Facsimile: 816-561-1888
Email: kwilliams@berkowitzoliver.com

And

Steuart H. Thomsen (*pro hac vice*)
SUTHERLAND ASBILL &
BRENNAN LLP
1275 Pennsylvania Avenue, NW
Washington, DC 20004
Telephone: 202-383-0166
Facsimile: 202-637-3593
Email: steuart.thomsen@sutherland.com

Attorneys for Defendants Thomas A. Brown, Andrea C. Hall, Donald H. Pratt, Gale E. Sayers, M. Jeannine Strandjord, Timothy S. Webster, and Nominal Defendant American Century World Mutual Funds, Inc., doing business as American Century International Discovery Fund